

EXHIBIT FF

From: Robert Ladd <rladd@mgtci.com>
To: Barry Honig <brhonig@aol.com>
Cc: Mark Groussman <mgman@bullhunterllc.com>, Avital Even-Shoshan <aeven-shoshan@srff.com>, Jay Kaplowitz <jKaplowitz@srff.com>, Arthur Marcus <amarcus@srff.com>, John Stetson <stetson.john@gmail.com>
Subject: Re: registration rights
Received(Date): Wed, 7 Oct 2015 01:08:00 +0000

Ok fine. I am a new man. Very calm.

I want to do a deal with you. But I really (really) prefer to get off on the right foot by sticking with our in person deal.

Speak to you in the am.

Thanks,
Rob

(NYSE MKT: MGT)
Robert B. Ladd CFA
President and CEO
500 Mamaroneck Avenue - Suite 204
Harrison, NY 10528

(914) 630-7430 office
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AIM: laddcap
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On Oct 6, 2015, at 8:23 PM, Bany Honig <brhonig@aol.com> wrote:

Robb lets talk in am and get sorted out I am tired

Sent from my iPhone

On Oct 6, 2015, at 6:46 PM, Robert Ladd <rladd@mgtci.com> wrote:

I agreed with Barry on this deal..it is now being renegotiated.

So I will leave it up to Bany whether we go with our original tenns, or go back to the drawing board.

PLAINTIFF'S
EXHIBIT
Ladd 98

Thanks,
Rob

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From: Mark Groussman
Date: Tuesday, October 6, 2015 at 6:42 PM
To: Avital Even-Shoshan
Cc: Robert Ladd, Jay Kaplowitz, Arthur Marcus, John Stetson
Subject: Re: registration rights

The "Initial Exercise Date" shall be the earlier of (i) the twelve month anniversary of the Initial Issuance Date or (ii) a private or public financing, subject to approval of the Lead Investor, in which the Company receives gross proceeds of at least \$7,500,000 in one or more transactions; a spinoff

We want the warrant to have a cashless feature in 90 days if the registration statement is not effective.

Above is the warrant language which does not work. A year hold does not work!

Mark E. Groussman
Tel: 212.628.1591
mgman@bullhunterllc.com

On Oct 6, 2015, at 6:10 PM, Avital Even-Shoshan aeven-shoshan@srff.com wrote:

Hi Mark,

The company will agree to file the registration statement covering the shares and waffant shares within 30 days. It will use its besteffons to have the registration statement declared effective 60 days from filing. As you know the wammts have a built-in remedy via cashless exercise if there is no registration statement, and the common can be sold via 144 in 6 months.

This is a departure from the teml sheet that specified "piggy-back" registration rights only.

-Avital

Avital Even-Shoshan, Esq.

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<image001.jpg>

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